

REPORT OF THE SESSION RESTRUCTURING TASK FORCE
October 13, 2015

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REPORT OF THE SESSION RESTRUCTURING TASK FORCE

The Session Restructuring Task Force (the “RTF”) was tasked with analyzing the existing structure and operation of the Session with a view to making recommendations as to how the Session might operate more effectively and efficiently as it seeks to implement Vision 2020. The assignment is quintessentially transformational in nature, and the RTF has been guided by the advice of TAG Consulting to the effect that the nature of a transformational process is to be “free flowing and robust,” the core work is to be “creative,” the character of the leadership is to be “reflective,” that problems are to be “understood” rather than solved, and the key question for the RTF to answer is “What is the question?”

This Report reflects components of each of the foregoing. The work of the RTF consisted initially of prodigious information mining through personal interviews conducted with five focus groups composed of church members, elders and staff whose relationships with the Session span decades. As various themes emerged, the work of the RTF pivoted to understand their significance. In addition, at various times the RTF consulted with Kevin Ford from TAG Consulting. The process was neither linear nor tidy.

The Report does not contain everything learned by the RTF. Some of what was gleaned that does not appear in this Report may prove useful in other contexts but is not directly applicable to the assignment we were given.

The Report contains both suggestions and recommendations, with the latter deemed by the RTF of having greater significance. All recommendations appear in bold type.

Governing Principle.

Our work has been guided by a single Governing Principle: *The primary role of the Session is to provide spiritual leadership to the congregation.* All of the work of the RTF has been undertaken with this Governing Principle at the forefront.

The RTF believes that the ability of the Session to achieve the aspirational aspects of this Governing Principle implies three commitments on the part of individual Session members of equal importance:

1. *A commitment to individual and collective spiritual growth by the members of the Session.* The RTF believes that while no two people are the same, the members of the Session have historically reflected both high levels of individual spiritual maturity and an ongoing commitment to continued individual and collective spiritual growth. Many have commented that to achieve its goal of collective spiritual growth, the Session has to find creative ways for its members to share in the spiritual lives of other members. Suggestions include having the Session act as a collective spiritual body,

either as a regular part of its monthly meetings or otherwise, and/or convening prior to the regular Session dinner for Bible study and prayer. However it is accomplished, the RTF believes that individual and collective spiritual growth should be a priority for the Session and its leadership.

2. *Accessibility and visibility of the Session to the congregation.* Much time and attention has been devoted by the Session to this topic but the RTF believes that there is more work to do and urges the Session to continue to examine the issue. A recommendation presented more than once to the RTF is for Session elders to participate more regularly and visibly in worship at all services.
3. *Session accountability.* There are two components to the notion of Session accountability. The first is spiritual accountability of Session members to each other, which mutually supports and reinforces the group, better prepares the Session to be spiritually aware and available and is part of a virtuous cycle confirming spiritual maturity and spiritual growth of the Session. As stated above, the RTF encourages the Session to make this objective a priority. The second component of Session accountability involves the ongoing confirmation of the covenant made by each member of the Session to the other members to meet the expectations of Session service. It is clear that the commitment expected of Ruling Elders over the last several years has grown exponentially. During a three-year term of service it is possible for personal circumstances of an elder to change in a manner that makes continued participation at the expected level problematic, which could affect the internal relationships and effectiveness of the Session as a whole. The RTF urges the Clerks to monitor this issue and address it as and when required.

Using our Governing Principle as our guide, the RTF is reporting on four overlapping aspects of the Session: (i) the composition of the Session, the conduct of Session meetings and certain governance proposals; (ii) the alignment of Session committees to Vision 2020; (iii) the role of Shepherding Elders; and (iv) the role of the Advisory Council.

The Composition of the Session, the Conduct of Session Meetings and Certain Governance Proposals.

The RTF heard little negative comment regarding the composition of the Session. There is broad consensus that a Session composed of 18 elected Ruling Elders and the ordained pastors is manageable, effective and efficient and equally broad support exists for the current methodology of elder selection. It bears noting, however, that many would be willing to consider a slightly larger number of Ruling Elders if expanding the group would be justified by Session workload or other considerations. The RTF heard no negative comment regarding the gender composition of the Session.

The RTF noted little or no support for the reestablishment of a diaconate at FPC. Concerns expressed ranged from the potential for competition between the diaconate and the Session to the lack of a consequential role for the diaconate. Accordingly, the RTF did not consider making any affirmative recommendation regarding a diaconate.

The RTF is aware of the view held by some church members that their voices are not consistently heard. The RTF believes that ongoing diligence is required to ensure that the Session hears and responds to all voices while remaining faithful to traditional notions of orthodoxy and the Statement of Faith. The RTF believes that having the Session perceived as maintaining a sense of balance and proportion bolsters the credibility and legitimacy of the Session, which is essential to its being able to offer spiritual leadership to all members of the congregation.

The Officer Nominating Committee is credited for providing the Session with spiritually mature and growth-oriented members. The RTF believes that it is important for the Officer Nominating Committee to continue to nominate Ruling Elder candidates who, in addition to meeting the traditional standards for service, understand that service as a Ruling Elder is more than just a three year commitment. The RTF believes that the current practice of inviting Ruling Elder elects to attend Session meetings as a part of their elder training should be continued, and that Ruling Elders who have completed their three year active term should be encouraged to attend Session meetings as ex-officio members for a year following the conclusion of their term to enhance the continuity of the Session and preserve institutional memory. Accordingly, the RTF suggests that the Officer Nominating Committee review and, if necessary, revise, the manner in which it communicates to elder candidates the expectations regarding training and post-term involvement to ensure that nominated elders understand what is involved in Session service.

Further, the RTF suggests that the Session consider whether the policy adopted several years ago to impose term limits on Ruling Elders and to require that a minimum number of Ruling Elder candidates be individuals who not have previously served as Ruling Elders has accomplished its objective. While intended to ventilate the Session membership, the RTF believes that the Session would be better served by modifying term limits to those required by Section G-2.0404 of the Book of Order and eliminating quotas, while adopting formalized methods of leadership identification and development and mentoring programs, particularly for women, as a means of providing the Officer Nominating Committee with a steady stream of new and qualified candidates from which to choose. One proposal would assign the leadership identification, development and mentoring function to the most recent class of graduated Ruling Elders. Accordingly, the RTF makes the following recommendation:

The RTF recommends that the Session take whatever action is necessary, including, if necessary, calling a congregational meeting to amend the bylaws,

to eliminate quotas and conform term limits for Ruling Elders to those required by the Book of Order, and to adopt formalized methods of leadership identification and development and mentoring programs, particularly for women.

The efforts of the Session to enhance the regularity and quality of its communications with the congregation have been acknowledged, although it may take additional time for the communication efforts to be recognized generally as a pattern. The RTF also received a number of comments encouraging the Session to continue to take whatever actions it can to promote “transparency.”

Despite the many comments from elders to the effect that “Session meetings last too long,” “the Session wastes time during the meetings,” “Session meetings are not properly prioritized, with too much time devoted to administrative matters” and the like, on close examination by the RTF the truth appears to be that while long, Session meetings typically run more or less on schedule with matters of greater importance receiving more time and attention. The simple explanation for the length of the Session meetings is the amount of work that the Session is tasked with accomplishing monthly. Various senior clerks have experimented with adjusting certain aspects of the Session meetings to effect different results, which the RTF believes to be a worthwhile exercise to continue.

There is, however, a more generalized concern that the routine business conducted by the Session at its monthly meetings does not provide the Session with the opportunity to do a “deep dive” on issues of strategic or transformational significance to FPC. There is also a sense among many that the Session needs to set aside a time to consider thoughtfully the theological issues associated with topics such as same sex marriage and the related issues around baptism, facilities use and the like, focusing on how the Session can lead the congregation through these and other potentially divisive issues in a spiritually and scripturally sound and informed manner consistent with the Session’s role of providing spiritual leadership to the congregation. Also identified as topics deserving focused time and attention are: the strategic use of technology as a component of Vision 2020, a theology overview, including especially the theology of prayer the theology of women in leadership, unique opportunities presented by the MFAH expansion and the resulting identification of the MFAH as the cultural center of Houston, and contingency planning across a broad range of issues and eventualities.

Responsive recommendations typically involve either having additional called Session meetings with each devoted to a single issue, or on an occasional basis spending most of a regular meeting on a specific topic. The RTF believes that additional Session meetings will be necessary if the Session elects to continue its expansive agenda and encourages the Session to consider how best to schedule these events.

In the course of its work the RTF became aware that a number of churches have adopted a set of governance principles for their respective Sessions to establish a set of internal guidelines and standards defining the way in which the Session conducts its business and its relationship to the congregation and pastors. Examples of some of the governance principles used by other churches include the following:

1. The Session owes its allegiance to the “owner” of the church, Jesus Christ, and not to the congregation, the pastors or any other constituency.
2. All authority within the church flows from the Session.
3. Subject to the Book of Order, the Session defines its own governance and retained responsibilities.
4. The authority of the Session is held and used as a body, and the Session seeks to speak with one voice.
5. The Session will educate itself and discuss relevant issues prior to making decisions and establishing or reviewing policies.
6. The Session will be committed to the principle of transparency and will engage the congregation in ways that generate confidence and trust in matters that impact the life and mission of FPC.
7. The Session will cultivate a sense of group responsibility and working together to discern God’s will for FPC and being faithful to share Christ’s mission. The Session will be responsible for excellence in governing through creating, knowing, implementing, monitoring, evaluating and refining policies to better accomplish Kingdom work.

The RTF recommends that the Session investigate closely what is being done in this area by other churches to determine if adopting a set of governance guidelines would be useful to FPC’s Session.

The Alignment Session Committees to Vision 2020.

The RTF spent the majority of its time considering the status and role of Session standing committees and considering ways to improve their effectiveness and efficiency. The RTF did not consider any issues regarding special or ad hoc Session committees. The alignment of Session Committees to the goals and objectives of the Session would be an issue worthy of consideration even without the overlay of Vision 2020, but following the reorganization of the FPC staff last year as a part of Vision 2020, it became clear that the Session committees are not optimally aligned to the goals and objectives of Vision 2020 or the reorganized structure of our ministries. Session committees currently have no written charters defining their purpose, duties and responsibilities, some have morphed into overlapping and

confusing missions, the relative roles and responsibilities of committee chairmen, Session liaisons and staff are inconsistently performed and generally unclear and the contribution of Shepherding Elders as a group has been underwhelming. Improving the contribution of Session Committees is essential to the Session's ability to provide spiritual leadership to the congregation.

Applying the TAG Resources labels to the work undertaken by the various committees, they can generally be divided into those with tactical missions and those with strategic missions. In the former category are: Facilities, Finance, Permanent Funds and Generous Living, with the remaining standing committees falling into the latter category. (The Advisory Council currently acts as the Session Personnel Committee and the RTF believes that consideration should be given to incorporating the Personnel Committee function into the Operations Committee described below.) None of the current Session standing committees is fully functionally aligned to the ministry verticals that are an integral part of Vision 2020.

The RTF is recommending the reorganization of the Session Standing Committees as described below. This will involve the following steps (Please refer to the Organization Chart attached as Exhibit A):

- 1. Combine the existing Finance, Facilities, Generous Living, Permanent Funds and Personnel Committees into a single Operations Committee with various subcommittees, as appropriate. Note, however, the discussion below regarding an alternative approach for managing FPC's real property.**
- 2. Establish four new Session committees: the Equipping and Sending Committee, the Congregational Life Committee, the Worship Committee and the Long Range Planning Committee, with various subcommittees, as appropriate, each corresponding to a ministry vertical on the attached Organization Chart.**
- 3. Each new committee will be responsible for preparing a written charter for Session review and approval and for operating within the boundaries of the approved charter. The RTF recommends that the initial draft of the charter for the Operations Committee be prepared by the Executive Pastor and the charters for the four new Session committees described in paragraph 2 be prepared by the Associate Pastor heading the ministry vertical related to each, and that all of the charters be reviewed and commented on by the Senior Pastor for consistency with the mission of the associated ministries.**
- 4. Committee members will serve three-year terms with each class identifying a member to serve as Chairman during the third year. Prior to serving as Chairman, the Chairmen-elect will serve as Co-Chairmen.**

- 5. The role of the Session Liaison will be abolished. Chairmen may, but are not required to be, active members of Session. Each committee will have active Session members as committee members.**
- 6. Committees will be encouraged to seek participation from non-committee members on an ad hoc basis to leverage particular knowledge or expertise of a non-member. This may result in the committees having smaller full time memberships.**
- 7. Committee reports will be prepared by staff in a prescribed format and on a regular predetermined schedule.**
- 8. It is anticipated that while there should be more similarity among the various committees than currently exists, one size will not fit all and some variations in structure among committees should be expected.**
- 9. The committee structure will be reviewed generally biannually and more frequently as needed during the first two years to resolve unanticipated issues.**

The RTF acknowledges that the transition from the current committee structure to the reorganized structure could be challenging and disruptive to the work of the various committees. Considerable thought will be required to establish transition processes and procedures to ensure that the essential work of the committees continues uninterrupted, as well as to select committee leadership and membership. The RTF believes that the first step along this path is to prepare charters for the various committees, which may help clarify how best to undertake other aspects of the transition process.

In addition, the RTF became aware of a substantially different governance model in respect to the management of real property currently being used by Memorial Drive Presbyterian Church in Houston. Two other churches, with which we consulted in some detail, that also use different governance models are: Mount Pleasant Presbyterian Church in Mount Pleasant, South Carolina, and Chapel Hill Presbyterian Church in Gig Harbor, Washington. Both are clients of TAG Consulting.

Memorial Drive Presbyterian has established a board of trustees of the not for profit corporation that holds legal title to the church's assets in accordance with Section 4.0101 of the Book of Order. This board, which is elected by the congregation, has been authorized in the constituent corporate documents governing its operations to deal with all real property and related issues on behalf of the not for profit corporation, provided that the board's activities do not infringe on the activities of the Session. For FPC, this would involve most if not all of the matters currently addressed by the Facilities Committee as well as issues relating to, for instance,

Presbyterian School's use of the FPC physical plant and the Museum of Fine Arts' development project. This model is designed to relieve the Session of these responsibilities to permit the Session to focus on spiritual leadership. The RTF recognizes that adopting some form of this model could result in shorter and more focused Session meetings. **According, the RTF recommends that the Session investigate the advisability of establishing a board of trustees to manage the real property owned by FPC as an alternative to delegating such functions to the Operations Committee discussed above.**

While there are differences between the Mount Pleasant Presbyterian and Chapel Hill Presbyterian models, both churches evolved from "top down" organizational structures to ones more suited, in their view, to a "missional" church. Both churches had external drivers for the change (rapid growth, dysfunctional governance) that made the status quo ante untenable. In both cases, governance and structure were organized and aligned to their mission statements.

The Sessions of both Mount Pleasant and Chapel Hill were reduced in size and now focus their work on strategic and adaptive issues and goal setting. In both cases all decision making authority resides with the Session, with the Senior Pastor being given broad latitude by the Session to act independently within clearly defined and articulated boundaries consistent with identified goals, and to delegate to staff within those boundaries, while maintaining ultimate responsibility for the actions of delegates.

Most of the work that was previously undertaken by standing committees at Mount Pleasant and Chapel Hill is now performed by some combination of teams and taskforces that convene and disperse as needed. The Sessions of these churches maintain control by closely monitoring organizational performance against the stated goals.

The RTF believes that FPC is achieving with its current organizational and governance structure many of the benefits reported by these three churches and therefore is not making any recommendation regarding a reorganization along these lines at this time. **The RTF does recommend, however, that the organization and governance models adopted by these and other churches be monitored closely as FPC moves toward the realization of the objectives of Vision 2020 to determine if these models might be beneficial at some later time.**

The Role of Shepherding Elders.

The RTF did not anticipate addressing the role of Shepherding Elders to the extent it did. It has become apparent, however, that the original goals contained in Vision 2013 for Shepherding Elders have not been achieved, and the view of Shepherding Elders as a group currently ranges from their being under or ill-utilized to being of negligible value. This is important to the Session as Shepherding Elders were

supposed to relieve active elders of much of the “tactical” aspects of committee service and other functions to permit the Session to focus on those things that only the Session can do.

It is estimated that approximately 350 FPC members meet the definitional requirements of Shepherding Elder. These individuals fall into three general groups.

The first group is comprised of those elders who have identified ministry roles for themselves that they would fulfill with or without any designation or title of any type. It is simply in their DNA to serve.

The second group, which is perhaps the largest, consists of elders who would consider serving in a specific capacity if asked, but rarely are asked and typically do not seek to expand proactively beyond their current regular ministry involvement.

The third group has little or no interest in being involved.

Part of the challenge is that there has been no organized effort made to inquire of the eligible population whether and to what extent they want to serve, in what capacities they want to serve and with what level of commitment. Moreover, there is no infrastructure or leadership within the group of Shepherding Elders with the means to mobilize them when needed, leaving Session members unable to solicit any meaningful support from the group. Finally, there is evidence that what was originally intended to be a service organization, with the attendant level of commitment normally associated with service, has morphed into a “participate if convenient or interesting” opportunity for some.

The RTF recommends the following regarding the role of Shepherding Elders:

- 1. Form a new parallel organization with a new name while retaining the current Shepherding Elder program and criteria for membership.**
- 2. Offer participation in this new organization to every current and future Shepherding Elder with the understanding that this is first and foremost a service and support organization and membership within it implies an expectation of active participation in the life of FPC and support for the work of the Session.**
- 3. Identify interests, gifts and desired roles on the part of the members, along with technologically supported communication methodologies to align members’ service to their interests.**
- 4. Create an internal infrastructure within this group to permit Session members to access a single point of contact with this group (e.g., “I**

need six elders not currently serving on Session to attend the next Presbytery meeting...”).

5. Identify ways for the Session to provide regular briefings and to communicate effectively and regularly with both Shepherding Elders and the new group.

The challenge for the Session will be to find meaningful and regular roles for this group to fulfill in addition to their serving communion and attending Presbytery meetings. Suggestions include committee leadership and service, leadership identification, development and mentoring and new member socialization. Failing to challenge this group effectively will likely result in our having a second dysfunctional group of former Ruling Elders.

An example of what this newly constituted group might look like in part is being provided by the Ruling Elder Classes of 2014 and 2015, who regularly meet as a group for dinner, fellowship and prayer. It's a short step from there to a broader ongoing service role.

The Role of the Advisory Council.

The Advisory Council (the “AC”) was created by the Session as a standing committee of Session in December 2004 as “a small group to assist, advise and counsel the Senior Pastor and the Executive Pastor between Session meetings”. The language in the narrative describing the role of the AC could be also read to indicate that the AC was to handle “emergencies between Session meetings.” The AC is comprised of the Senior Pastor, the Executive Pastor, the clerks of Session, the chair of the Finance Committee and an at-large member not serving on Session elected by the Session for a one-year term.

Under the FPC Bylaws, the AC is required to meet at least monthly, to review reports from the Senior Pastor and the Executive Pastor, to discuss items for the Session agenda and to render advice on day-to-day staff activities. The AC is required to keep minutes of its meetings and include copies of its minutes in the monthly Session packets.

The authority of the AC was clarified by the Session in July 2014 to permit it to act on behalf of the Session between meetings of the Session when Session action is required but it is impractical to convene the Session in a timely manner to effect the required action. The AC also currently functions as the Personnel Committee of the Session.

The responses to the Session questionnaire circulated by TAG Consulting in late 2014 indicated concerns on the part of some Session members regarding the continuing need for and role of the AC as well as whether the AC was acting within the scope of its authority.

The RTF examined the function currently performed by the AC as described by the two current and one former AC members serving on the RTF. Those functions are described as follows:

1. Setting the agenda for meetings of the Session.
2. Acting as a “clearing house” for matters that will at some point require Session action to confirm that such matters are ready for Session consideration in terms of preparation and completeness.
3. Providing counsel to the Senior Pastor and the Executive Pastor.
4. Handling matters not worthy of Session time and attention.
5. Acting on behalf of the Session between Session meetings when it is impractical to convene the Session to act.
6. Acting as the Personnel Committee of the Session when required.

The AC meets at least monthly, normally the week before the Session meeting. The meetings typically last at least three hours and the AC regularly communicates informally between Session meetings.

The RTF concludes that the role and functions performed by the AC are essential to the efficient and effective operation of the Session, as much of what the AC does relieves the Session of matters that would otherwise require Session action at Session meetings, which, as discussed above, are already stretched in terms of available time to consider matters appearing on the agenda.

Accordingly, the RTF recommends that the Session confirm the role and authority of the AC to fulfill the foregoing responsibilities and functions and be given the additional authority to take whatever actions the AC determines in the exercise of its reasonable judgment is required to promote the efficient and effective operation of the Session.

The RTF principally examined two questions regarding the AC: (i) whether the current size and composition of and selection process for the AC is optimal to its performance; and (ii) whether the AC should be relieved of any of responsibilities.

1. *Size and Composition of the AC.* The RTF does not recommend any adjustments to the current size or composition of the AC. The way in which the AC functions requires the active participation of each of its members in much of its work, and it does not appear that adding more members to the AC would have a material effect on the workload assumed by individual members of the AC. Moreover, the RTF endorses the current selection

process for the service on the AC as each member of the AC (other than the Senior Pastor and the Executive Pastor) is elected to his or her position on the AC by the entire Session.

2. *Change in Responsibilities of the AC.* The role of the AC as the Personnel Committee of the Session does not comfortably fit with the other responsibilities of the AC. While the AC assumes these responsibilities only when required, the members of the AC typically have no unique qualifications to advise on personnel matters and often refer personnel matters to those having the requisite expertise, which creates inefficiencies and additional work for all involved. In addition, there has been an unusually large number of personnel matters over the last several years that has resulted in the AC having to devote substantial time and attention to their resolution.

Accordingly, the RTF recommends that the Session incorporate the Personnel Committee into the Operations Committee discussed above, to be composed of individuals having relevant human resources expertise and experience and convened when requested by the Senior Pastor or the Executive Pastor.

Conclusions.

The recommendations contained in this report should not be viewed in a vacuum but rather within the context of the other components of Vision 2020 as they are identified and implemented. The measure of any organizational structure is in the outcomes it produces and the work of the RTF will be judged solely by the improvements in the efficiency and effectiveness of the work of the Session and the level of enhancement in its ability to provide spiritual leadership to the congregation as a result of the implementation of its recommendations. The RTF suggests that the structure of the Session be reviewed biannually and more frequently as needed during the initial two-year period as a “reality check” on what is expected to be a highly dynamic environment and time in the life of First Presbyterian Church.

The RTF recognizes the challenges associated with the implementation of a group of recommendations on any topic and the risks that inertia overtakes the best of intentions. **Accordingly, the RTF recommends that immediately following consideration of this report by the Session, the Session form an implementation committee to undertake the execution of the recommendations of the RTF adopted by the Session and dissolve the RTF.**

Respectfully Submitted,

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